

FILED

HAWK RESOURCES (U.S.A.) LIMITED

MAY 5 1988

9AM

**CERTIFICATE OF  
AMENDMENT OF CERTIFICATE OF INCORPORATION**

*[Signature]*  
SECRETARY OF STATE

The undersigned, being the President and Secretary of Hawk Resources (U.S.A.) Limited (the "Corporation"), pursuant to Section 242 of the General Corporation Law of the State of Delaware, hereby certify as follows:

1. The directors of the Corporation, by unanimous written consent in lieu of a meeting, have duly adopted a resolution proposing an amendment to the Certificate of Incorporation as filed in the office of the Secretary of State of the State of Delaware on June 16, 1987 (the "Certificate of Incorporation") as set forth below, have declared the advisability of such amendment, and have directed that the amendment be presented to the sole shareholder of the Corporation for approval.

2. The sole shareholder of the Corporation has duly approved the amendment to the Certificate of Incorporation set forth below by written consent in lieu of a meeting.

3. The following amendment to the Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law:

Article FIRST of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"FIRST: The name of the Corporation is SONS OF GWALIA (U.S.A.) LTD. (hereinafter called the "Corporation")."

4. Except as amended hereby, the Certificate of Incorporation shall remain in full force and effect.

Dated: 24/4/, 1988

*[Signature]*  
Peter K. Lalor  
President

Attest:

*[Signature]*  
E. M. Ross-Adjie  
Secretary

RECEIVED FOR RECORD

JUN 8 1988

William M. Honey, Recorder



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